



## Announcement Summary

**Entity name**

AUROCH MINERALS LTD

**Announcement Type**

New announcement

**Date of this announcement**

10/8/2021

**The Proposed issue is:** A placement or other type of issue**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Exercisable once vested on or before 5 years from grant date, vesting after 12 mth of cont service.	1,180,000
New class-code to be confirmed	Exercisable if share price reached \$0.40, and vesting after 12 months of continuous service.	2,220,000
New class-code to be confirmed	Exercisable if share price reached \$0.50, and vesting after 24 months of continuous service	2,470,000
New class-code to be confirmed	Exercisable if share price reached \$0.60, and vesting 36 mths of continuous service.	2,970,000
New class-code to be confirmed	Exercisable once vested on or before 5 years from grant date, vesting immediately	150,000
New class-code to be confirmed	Exercisable once vested on or before 5 years from grant date, vesting after 24 mth of cont service	1,180,000
New class-code to be confirmed	Exercisable 5yrs from grant date if the price hits \$0.50 target, and 60mths of continuous service.	5,300,000
New class-code to be confirmed	Exercisable once vested on or before 5 years from grant date, vesting after 36 mth of cont service	780,000

**Proposed +issue date**

25/11/2021

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

AUROCH MINERALS LTD

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ABN

**Registration Number**

91148966545

**1.3 ASX issuer code**

AOU

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

10/8/2021

**1.6 The Proposed issue is:**

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

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Part 7A - Conditions

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**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

No

Part 7B - Issue details

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**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No

Details of +securities proposed to be issued

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**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable once vested on or before 5 years from grant date, vesting after 12 mth of cont service.

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

1,180,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Securities are been issued to a KMP and employees for nil consideration as a long-term incentive

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

236,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

No

**If some of the issued +securities do not rank equally****Is the actual date from which the +securities will rank equally (non-ranking end date) known?**

No

**Provide the estimated non-ranking end period**

10 August 2026

**Please state the extent to which the +securities do not rank equally:**

- In relation to the next dividend, distribution or interest payment; or
- For any other reason

Shares issued upon conversion and exercise of the Performance Rights and Incentive Options and the Performance Rights and Incentive Options will rank equally with all fully paid ordinary shares on issue.

## Performance options/rights details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0000	10/8/2026

**Details of the type of +security that will be issued if the option is exercised**

AOU : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

1,180,000

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.**

[https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02405578-6A1045158?access\\_token=8.3ff96335c2d45a094df02a206a39ff4](https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02405578-6A1045158?access_token=8.3ff96335c2d45a094df02a206a39ff4)

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New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

No



Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**  
 Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**  
 Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable if share price reached \$0.40, and vesting after 12 months of continuous service.

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

2,220,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Securities are been issued to a KMP and employees for nil consideration as a long-term incentive

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

444,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

No

**If some of the issued +securities do not rank equally**

**Is the actual date from which the +securities will rank equally (non-ranking end date) known?**

No

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 New class

**Will the proposed issue of this +security include an offer of attaching +securities?**

 Yes

## Details of +securities proposed to be issued

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

 Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

 Yes**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable if share price reached \$0.50, and vesting after 24 months of continuous service

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

2,470,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

 No

**Please describe the consideration being provided for the +securities**

Securities are been issued to a KMP and employees for nil consideration as a long-term incentive

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

494,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

No

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No

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10 August 2021

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## Attaching +Security

**Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?**

New class



Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

**Details of attaching +securities proposed to be issued**

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable if share price reached \$0.60, and vesting 36 mths of continuous service.

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

2,970,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

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**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

594,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

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No

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Performance options/rights details

**+Security currency**

AUD - Australian Dollar

**Exercise price**

AUD 0.0000

**Expiry date**

10/8/2026

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Yes

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Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable once vested on or before 5 years from grant date, vesting immediately

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

150,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

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**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

30,000.000000



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AUD - Australian Dollar

**Exercise price**

AUD 0.0000

**Expiry date**

10/8/2026

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New class

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No



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Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable once vested on or before 5 years from grant date, vesting after 24 mth of cont service

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

1,180,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

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**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

236,000.000000

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No

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 Yes

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

 Yes**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable 5yrs from grant date if the price hits \$0.50 target, and 60mths of continuous service.

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

5,300,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

 No

**Please describe the consideration being provided for the +securities**

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**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

1,060,000.000000

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+Security currency	Exercise price	Expiry date
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Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Exercisable once vested on or before 5 years from grant date, vesting after 36 mth of cont service

**+Security type**

Performance options/rights

**Number of +securities proposed to be issued**

780,000

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

No

**Please describe the consideration being provided for the +securities**

Securities are been issued to a KMP and employees for nil consideration as a long-term incentive

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

156,000.000000

**Will all the +securities issued in this class rank equally in all respects from their issue date?**

No

**If some of the issued +securities do not rank equally**

**Is the actual date from which the +securities will rank equally (non-ranking end date) known?**

No

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10 August 2026

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## Performance options/rights details

<b>+Security currency</b>	<b>Exercise price</b>	<b>Expiry date</b>
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AOU : ORDINARY FULLY PAID

**Number of securities that will be issued if the option is exercised**

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## Part 7C - Timetable

**7C.1 Proposed +issue date**

25/11/2021

## Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

25/11/2021

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No



**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

Part 7E - Fees and expenses

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**7E.1 Will there be a lead manager or broker to the proposed issue?**

No

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

Not applicable - the entity has arrangements in place with the holder that ensure the securities cannot be on-sold within 12 months in a manner that would breach section 707(3) or 1012C(6)